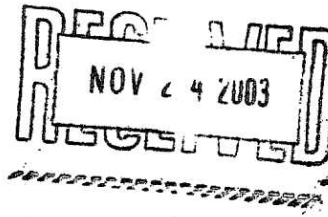


EXHIBIT B



November 5, 2003



P.O. Box 961
35 East Fourth Street
Litchfield, MN 55355
(320) 693-2431
(800) 237-8344

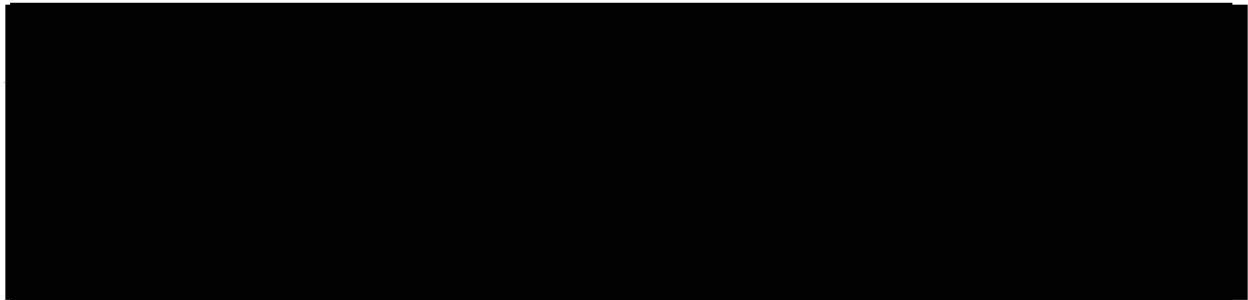
Mr. Irving Isaacson
Brann and Isaacson
184 Main Street
PO Box 3070
Lewiston, ME 04243-3070

A handwritten signature in dark ink, appearing to be 'AI' or similar, located to the right of the recipient's address.

Re: UEP Animal Welfare Certification Program

Dear Irving:

The following is a compilation of topics that I either discussed with you or Al Pope at the recent meeting in Albuquerque. I would appreciate your considered thought and a written response on each topic.



As we have relayed from time-to-time to the UEP executive staff, the "hidden agenda" of the Animal Welfare Program is concerning to us. In short, we believe if not carried forward properly a strong case could be made that the Animal Welfare Program is, in essence, a program being offered by our trade association and its members to reduce outputs in an effort to increase prices. Naturally, that strikes as price fixing and, we have concerns about future claims of this sort being made against the association and its members. I would appreciate you responding to how, if at all, the UEP has prepared itself to defend those prospects.

Additionally, we feel that, ultimately, the UEP mandate (it truly is not voluntary) of a 100% participation in the production of standards to the Animal Welfare Program maybe tantamount to an unfair trade practice. Although we have requested reconsideration of the rules in the past, we have never asked for a firm written response from UEP as to why it will not reconsider the 100% cage space compliance rule of the Animal Welfare Certification Program. Please consider this letter our request that UEP, or you as their counsel, provide us with such a written response. I am enclosing a copy of the "Ocean Spray" case that I have briefly discussed with Al Pope in the past. I would appreciate you responding to me with an opinion as to applicability of this case as it concerns the issues raised herein concerning our cooperative.

PLAINTIFFS'
TRIAL EXHIBIT
PX0691

08-md-02002

PX0691.0001

NL002453

Irving, we have concerns that the Animal Welfare Certification Program will cause smaller egg producers to go under. They, either individually or collectively, will seek some redress. Plaintiff's attorneys will ask them to tell their story. Their story will be that their own trade association put them out of business. Whether or not that ultimately is true, remains to be seen, but that is the story they will tell. The question will be asked; "Why would they do that?" "Who is to benefit from this?" The answer is that the "big players" (of which Sparboe would be considered one) control, politically, UEP and that they are greedy corporate farming money grubbing SOBs. Justice departments will be alerted, Attorney General watchdog groups will be alerted, etc.

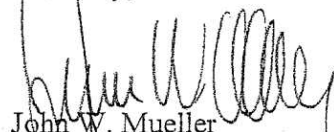
Civilly, Plaintiff's lawyers will tell these smaller producers that these folks owe you money, treble damages would be available in some states and, let's sue these folks and see what happens. Your response to these concerns, please.

Another scenario could be consumers, led by goodness, who knows yet what (if our Animal Welfare program is not consumer driving, the program is bound to fail) these consumer groups will say; "UEP, this smells funny," You got together with your members and "voluntarily agreed" to reduce outputs by 20%." - "We know what you are up to and why."

Naturally, you get the message. We are concerned about taking affirmative steps to be participating in a "conspiracy" (even arguably) to such an extent that legal liabilities would attach to the association and/or its members.

Irving, it was nice to see you in Albuquerque. You look in fine health. Looking forward to your response. Thank you.

Sincerely,



John W. Mueller
Legal Counsel

JWM/rm

Cc: Robert D. Sparboe, President, Sparboe Companies
Al Pope, President, United Egg Producers

Received: 11/19/03 1:55PM;
11/19/2003 13:30 FAX 2077839325

2077839325 -> UNITED EGG; Page 2
BRANN & ISAACSON

002/006

BRANN & ISAACSON
ATTORNEYS AND COUNSELORS AT LAW

IRVING ISAACSON
GEORGE S. ISAACSON
MARTIN I. EISENSTEIN
MARTHA E. GREENE
DAVID W. BERTONI
PETER D. LOWE
BENJAMIN W. LUND
DANIEL C. STOCKFORD
PETER J. BRANN

KEVIN R. HALEY
DANIEL A. NUZZI
MATTHEW P. SCHAEFER
SUSANNE F. PILGRIM
LYNN B. GELINAS
KEVIN J. BEAL
MAUREEN KEEGAN
TIMOTHY W. BLAKELY

184 MAIN STREET
P.O. BOX 3070
LEWISTON, MAINE 04243-3070
(207) 786-3566
TELECOPIER (207) 783-9325
E-MAIL ADDRESS: lawyers@brannlaw.com

LOUIS J. BRANN 1948
PETER A. ISAACSON 1980

November 19, 2003

John Mueller
Sparboe Companies
P.O. Box 961
Litchfield, MN 55355

RE: UEP Animal Welfare Program

Dear John:

I am quite surprised at your allegations concerning the UEP motivations for the Guideline Program. The Guidelines, as you well know, were designed as the industry defense to the charges of the Animal Rights movement. Furthermore, they are the direct response to the demands of the industry's customers represented by FMI for the chain stores and NCCR for the restaurant trade. You forget that the demands by these trade groups apply to all animal industry vendors and not just the egg industry. I think you ignore completely the power of the McDonald's, the Burger Kings, the KFC's, etc. to compel action by their vendors in this field. I can not believe, John, that you are blind to the impact that the Animal Rights groups are having on the American public - especially the area of caged production. The industry must reverse this public perception of cruel and abusive treatment of caged birds or it will suffer the same fate as the European producers. The European egg industry failed to establish scientific guidelines for its production practices and failed to make any significant effort to change public perceptions. Essentially, what you are implying is that the industry should abandon all efforts to improve production practices and wait around to be slaughtered - as did the European producers. As you can see, the U.S. producers have refused to take this path. I should point out, as you well know, that Garth Sparboe himself, participated very effectively in developing the Guideline Program including the discussions with FMI and NCCR.

I fail to see the relevance of your inclusion of the complaint in the Ocean Spray case. The case is still in its preliminary stages and no decision is even in sight. The allegations of predatory conduct to suppress a competitor are in no way analogous or have any relationship to the UEP Guideline Program.

Obviously
this has nothing to do with UEP.

11/19/2003 13:30 FAX 2077839325

BRANN & ISAACSON

003/006

John Mueller
November 19, 2003
Page 2



Very truly yours,

BRANN & ISAACSON

A handwritten signature in black ink, appearing to be "Irving Isaacson", written over the printed name.

Irving Isaacson

II/lag
Enclosure
cc: Al Pope
Gene Gregory

PX0691.0004

NL002452



United Egg Producers

UEP Headquarters
1720 Windward Concourse • Suite 230 • Alpharetta, Georgia 30005
(770) 360-9220 • Fax (770) 360-7058



UEP Officers

Roger Deffner, Chairman
Al Pope, President
Dolph Baker, First Vice Chairman
Gary West, Second Vice Chairman
Bob Krouse, Treasurer
Joe Fortin, Secretary

UEP Staff

Al Pope
President

Gene Gregory
Sr. Vice President

Linda Reickard
Vice President

Chad Gregory
Director of Member Services

Irving Isaacson, Esq.
UEP General Counsel

Washington Office
Ken Klippen
V.P. Government Relations

Michael McLeod, Esq.
Washington Counsel

Randy Green
Sr. Government Relations Rep.

Egg Nutrition Center
Dr. Don McNamara
Executive Director

Dr. Hilary Thesmar
Director of Food Safety Programs



Official U.S. Council Representative

To: UEP Board
From: Al Pope
Date: December 1, 2003
Subject: Sparboe Companies

Dear UEP Board Member:

It burdens me greatly to feel the need to share with you some of the communications UEP management has had with Sparboe officials. In the past, we have always been able to internally resolve any policy differences with individual UEP members. For your review, attached is a letter from the Sparboe Company to UEP's legal council, Irving Isaacson, plus Irving's response. This most recent letter from Sparboe's is one of many communications your UEP staff has had over the past two years.

Over these past two years a few of the communications include the following:

UEP Committee & Board Meetings – UEP management has accommodated every request of the Sparboe Company by including time on the agendas to share their positions.

UEP Representation – Members of Sparboe's staff has been assigned on committees, as they requested, as well as having board representation itself.

Multiple Visits to Sparboe – UEP staff on three separate occasions have made trips to Minneapolis for the sole purpose of meeting with Sparboe officials.

Sparboe Company Met with FMI & NCCR Official Representatives - Sparboe's met separately with FMI & NCCR officials when UEP did not support their company position on the 100% Rule.

Washington Offices
UEP Government Relations
One Massachusetts Avenue, NW, Suite 800
Washington, D.C. 20001
(202) 842-2345 Fax (202) 682-0775

Egg Nutrition Center
1050 17th Street, NW, Suite 560
Washington, D.C. 20036
(202) 833-8850 Fax (202) 463-0102

UEP Iowa Office
Box 170
Eldridge, IA 52748
(563) 285-9100 Fax (563) 285-9109

Page Two

Regional Trade Association Being Formed – Led by Sparboe company officials, a new association is being formed. As outlined, it would duplicate many activities presently being done by UEP and its Board. This is being done at a time of our greatest industry unity ever.

UEP Minutes – On at least four different occasions, Sparboe officials have requested copies of all UEP Board and Animal Welfare Committee Minutes and Motions. We have complied.

Throughout the entire development of the Animal Welfare Program, a representative from Sparboe's was participating even during our visit with FMI and NCCR officials. At no time during the development of this program was the supply demand issue part of UEP management's, the Animal Welfare Committee's, or for that the matter, the UEP Board's decision making processes, as suggested by the Sparboe Company.

Your UEP management team is committed to doing the "Right Thing" on all issues and to an open and democratic process. However frustrated and troubled we might be by this ongoing issue, it is our obligation to bring it to your attention.

AEP/kh
Enclosures